

RAINES FELDMAN LLP

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Counsel to Receiver Kathy Bazoian Phelps

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiffs,

v.

JOHN V. BIVONA; SADDLE RIVER
ADVISORS, LLC; SRA MANAGEMENT
ASSOCIATES, LLC; FRANK GREGORY
MAZZOLA,

Defendants, and

SRA I LLC; SRA II LLC; SRA III LLC;
FELIX INVESTMENTS, LLC; MICHELE J.
MAZZOLA; ANNE BIVONA; CLEAR
SAILING GROUP IV LLC; CLEAR SAILING
GROUP V LLC,

Relief Defendants.

Case No.: 3:16-cv-01386-EMC

**DECLARATION OF KATHY
BAZOIAN PHELPS IN SUPPORT OF
TENTH INTERIM
ADMINISTRATIVE MOTION FOR
AN ORDER PURSUANT TO LOCAL
RULE 7-11 FOR THE APPROVAL
OF FEES AND EXPENSES FOR THE
SUCCESSION RECEIVER, RAINES
FELDMAN LLP, DIAMOND
MCCARTHY LLP, AND MILLER
KAPLAN ARASE LLP FROM APRIL
1, 2021 THROUGH JUNE 30, 2021**

Date: No Hearing Set
Time: No Hearing Set
Judge: Edward M. Chen

1 I, Kathy Bazoian Phelps, declare:

2 1. Pursuant to this Court's Revised Order Appointing Receiver, entered on February
3 28, 2019, I was appointed as the successor receiver ("Receiver") in this case. I am also an
4 attorney duly licensed to practice in the State of California and am partner at the firm of
5 Raines Feldman LLP ("Raines Feldman"). I have personal knowledge of the matters set forth
6 below and if called as a witness, I would and could testify competently to the matters stated
7 herein.

8 2. This declaration is made in support of the Tenth Interim Administrative Motion
9 for an Order Pursuant to Local Rule 7-11 for the Approval of Fees and Expenses for the
10 Successor Receiver, Raines Feldman LLP, Diamond McCarthy LLP, and Miller Kaplan Arase
11 LLP from April 1, 2021 through June 30, 2021 ("Motion").

12 3. Attached hereto as Exhibit "1" is a financial summary of the receivership estate
13 for the second quarter 2021, as of June 30, 2021. The financial summary sets forth the cash on
14 hand in the estate. The summary also includes the known accrued but unpaid administration
15 expenses through June 30, 2021, and the net unencumbered cash of the estate after deducting
16 the known incurred expenses, including the fees and costs subject to this Motion and including
17 holdbacks.

18 4. Attached hereto as Exhibit "2" is the Standardized Fund Accounting Report for the
19 Motion Period, prepared on the form requested by the SEC to reflect the cash activity in the
20 case during this period.

21 5. Pursuant to my proposal for my appointment, and in recognition of the efficiencies
22 and benefits to the estate in my role as Receiver that I can also address legal issues arising in
23 the estate, I have divided my time between various billing categories. When I was employed
24 by Diamond McCarthy LLP ("Diamond McCarthy"), until April 22, 2021, those categories
25 were:

26 2598-00011 – Case Administration

27 2598-00012 – Receiver Administrative Services

2598-00016 – Plan Implementation

6. The detailed time entries reflecting the time spent in each of these categories from April 1, 2021 to April 22, 2021 (the “DM Motion Period”) is attached hereto as Exhibit “3A.” The total fees charged in the DM Motion Period are \$4,550.00. While my standard hourly rate is \$675.00, I have discounted my hourly rate to \$425.00 for Matters 11 and 16, thereby generating savings to the estate. For Matter 2598-00012, I have discounted my hourly rate to \$130.00.

7. On April 23, 2021, I began employment at the firm Raines Feldman, and used the following categories:

B110 – Case Administration

B320 – Plan Implementation

B160 – Fee and Employment Applications

E124 – Receiver Administrative Services

8. The detailed time entries reflecting the time spent in each of these categories from April 23, 2021 to June 30, 2021 (the “RF Motion Period”) is attached hereto as Exhibit “3B.” The total fees charged in the RF Motion Period are \$15,046.00. While my standard hourly rate is \$675.00, I have discounted my hourly rate to \$465.00, thereby generating savings to the estate.

2598-00011 / B110 - Case Administration

9. As set forth in Exhibit 3A, during the DM Motion Period, with respect to Category 2598-00011, I performed 6.90 hours of services for total fees of \$2,932.50. As set forth in Exhibit 3B, during the RF Motion Period, with respect to category B110, I performed 13.00 hours of services for total fees of \$6,247.00.

10. During the DM and RF Motion Periods, I have continued to take actions to manage the administration of the case, including issues dealing with financial reporting and banking. I review the statements for the multiple accounts in this case on a monthly basis and monitor the financial transactions throughout the month. I manage the funds of the

1 receivership estate and handle banking and the accounts at Wells Fargo Bank and East West
2 Bank.

3 11. During the DM Motion Period, I prepared a status report through the first of
4 2021 to apprise the Court of developments in the receivership and my activities in the case and
5 also prepared the affiliated cash disbursement schedules and the Standard Fund Accounting
6 Report for the SEC.

7 12. During the DM and RF Motion Periods, I communicated with the SEC
8 regarding the status of the receivership.

9 13. During the DM and RF Motion Periods, I also worked with my accountants to
10 finalize the estate's tax returns. I reviewed and analyzed tax reporting documents and
11 participated in discussions with my accountants.

12 14. During the RF Motion Period, I worked with my advisers and accountants to
13 analyze the estimated tax payments required to be made by the estate. As a result of those
14 efforts, I caused the estate to make an estimated tax payment of \$21,900,000 to the United
15 States Treasury and an estimated tax payment of \$5,900,000 to the California Franchise Tax
16 Board. I also worked with my advisers and accountants on other tax issues.

17 2598-00012 / E124 – Administrative Services

18 15. I have billed the administrative services that I, as well as my paralegals,
19 provided to the estate to this category. As set forth in Exhibit 3A, during the DM Motion
20 Period, with respect to Category 2598-00012, my team and I performed 1.00 hours of services,
21 at the discounted rate of \$130 per hour, for total fees of \$130.00. As set forth in Exhibit 3B,
22 during the RF Motion Period, with respect to Category E124, at the discounted rate of \$160
23 per hour, my team and I performed 0.50 hours of services for total fees of \$80.00.

24 16. Services performed in this category during the DM and RF Motion Periods
25 related to the maintenance of the receiver's website.

26 2598-00016 / B320 – Plan Implementation

27 17. As set forth in Exhibit 3A, during the DM Motion Period, with respect to
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1 Category 2598-00016, I performed 3.50 hours of services for total fees of \$1,487.50. As set
2 forth in Exhibit 3B, during the RF Motion Period, with respect to category B320, I performed
3 17.70 hours of services for total fees of \$8,230.50.

4 18. This category includes services provided to the estate in connection with the Plan
5 of Distribution (“Plan”) approved by the Court on May 25, 2020 (Dkt. No. 613).

6 19. Following approval of the Plan, I reviewed, analyzed, and worked with my
7 accountants in finalizing distribution schedules. I evaluated the tax implications of the Plan
8 and tax liabilities from the distributions and communicated with my accountants on these
9 matters.

10 20. With the assistance of my counsel, on May 25, 2021, I filed a motion to make
11 a distribution to Class 4 Airbnb claimants and to modify the Plan to hold the Airbnb
12 Administrative Reserve in cash (Dkt. No. 657). That motion set forth the detailed schedule of
13 the proposed sale and distribution of the 22,250 shares in the estate, and set forth a
14 modification to the Plan to liquidate the Airbnb administrative reserve such that a much
15 smaller administrative reserve (in terms of percentage of holdings) could be maintained while
16 still fully protecting the estate. The Court granted that motion on June 6, 2021 (Dkt. No. 659).
17 Over the course of the following week, I sold 8,626 shares to fund the Plan Fund, the Tax
18 Holding Account, and the Airbnb Administrative Reserve. I also worked with my brokers and
19 counsel to distribute 13,624 shares of Airbnb to Class 4 claimants, and as of the end of the
20 quarter that distribution is complete. I also worked with my brokers and counsel to finalize the
21 Palantir distribution, and that distribution is now complete.

22 21. I communicated with financial institutions on the sale and distribution of
23 securities. I received a considerable number of interested party and investor inquiries, which I
24 responded to. I also apprised the SEC and the Investment Advisory Committee of matters
25 pertaining to implementation of the Plan, tax consequences of the Plan, distributions under the
26 Plan, and transfers of publicly traded securities and Palantir.

27 B160 – Fee and Employment Applications
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22. As set forth in Exhibit 3B, during the RF Motion Period, with respect to category B160, my team and I performed 2.6 hours of services for total fees of \$721.00.

23. Services in this category consisted of finalizing and filing the motion to employ Raines Feldman as counsel and my continued service as Receiver as an employee of Raines Feldman.

Expenses

24. As set forth in Exhibit 3B, Raines Feldman incurred costs of \$55.50 in connection with the services rendered to the Receiver. Those costs are itemized in Exhibit 3B.

* * *

25. I have read the Motion and the billing statements attached to my declaration. To the best of my knowledge, information and belief formed after reasonable inquiry, all the fees and expenses requested in the attached billing statements are true and correct and the Motion complies with the Billing Instructions for Receivers in Civil Actions Commenced by the U.S. Securities and Exchange Commission.

26. The fees that I and my staff have charged are reasonable, necessary, and commensurate with the skill and experience required for the activity performed. I respectfully submit that neither I nor my staff has expended time unnecessarily and that I have rendered efficient and effective services.

27. In seeking reimbursement of services for which I purchased or contracted for from a third party, I have only requested reimbursement for the amount billed by the third-party vendor and paid to the vendor. I have not made a profit on such reimbursable services. I have not included in the amount for which reimbursement is sought the amortization of the cost of any investment, equipment, or capital outlay.

28. The detail relating to the fees of Miller Kaplan Arase LLP are set forth in the Declaration of Julia Damasco filed concurrently herewith. I have reviewed their billing statements and believe that the fees and expenses charged are reasonable and were necessary in this case. To the best of my knowledge, information and belief formed after reasonable

1 inquiry, all the fees and expenses requested in their billing statements are true and correct and
2 the Motion complies with the Billing Instructions for Receivers in Civil Actions Commenced
3 by the U.S. Securities and Exchange Commission.

4 29. I have agreed to a 20% holdback of my fees requested in this Motion. The SEC
5 has agreed not to require a holdback for my professionals in this Motion so I will pay 80% of
6 my allowed fees and 100% of the allowed fees of my professionals in connection with this
7 Motion.

8 30. I have conferred with counsel for the Securities and Exchange Commission and
9 counsel for Progresso Ventures, and I am advised that they do not oppose the Motion. A
10 stipulation with all parties was deemed impractical given, among other things, the entry of
11 judgment against defendants and pending bankruptcy of defendant John Bivona.

12 I declare under penalty of perjury that the foregoing is true and correct. Executed on
13 this 26th day of July 2021 at Los Angeles, California.

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15 /s/ Kathy Bazoian Phelps
16 Kathy Bazoian Phelps
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Addendum: Prior Fee Applications

Order on First Interim Motion (Dkt. 485): Receiver fees of \$46,287.00 and costs of \$3,033.33 and Diamond McCarthy fees of \$16,802.80 and costs of \$524.67 (fees subject to 20% hold back).

Order on Second Interim Motion (Dkt. No. 515): Receiver fees of \$85,735.50 and costs of \$185.93 and Diamond McCarthy fees of \$30,625.00 and costs of \$1,924.16 (fees subject to 20% hold back).

Order on Third Interim Motion (Dkt. No. 537): Receiver fees in the amount of \$40,349.40 and costs of \$542.73 and Diamond McCarthy fees of \$4,450.90 and costs of \$131.35 (fees subject to 20% hold back).

Order on Fourth Interim Motion (Dkt. No. 567): Receiver fees in the amount of \$50,187.30 and costs of \$27.00 and Diamond McCarthy fees of \$12,550.00 (fees subject to 30% holdback); Miller Kaplan fees of \$42,465.60 and Schinner fees of \$5,044.96 (fees subject to 20% holdback).

Order on the Fifth Interim Motion (Dkt No. 615): Receiver fees in the amount of \$75,058.00 and costs of \$145.00 and Diamond McCarthy fees of \$32,454.00 (fees subject to 20% holdback); Schinner fees of \$2,450.00 and costs of \$622.06.

Order on Sixth Interim Motion (Dkt. No. 621): Receiver fees in the amount of \$43,904.00 and costs of \$388.39, Diamond McCarthy fees of \$29,398.90 and costs of \$919.78, and Miller Kaplan fees of \$16,399.20 (subject to 20% holdback); Schinner fees of \$900.

1 Order on Seventh Interim Motion (Dkt. No. 633): Receiver fees in the amount of
2 \$83,732.00 and costs of \$388.39 (fees subject to 20% holdback), Diamond McCarthy fees of
3 \$82,500.50 and costs of \$508.60, Miller Kaplan fees of \$25,996.40; and Schinner fees of
4 \$11,371.50. The Order further authorized the payment of the following holdbacks:
5 \$26,511.32 for Diamond McCarthy, \$11,772.96 for Miller Kaplan, and \$3,761.24 for
6 Schinner.

7
8 Order on Eighth Interim Motion (Dkt. No. 636): Receiver fees in the amount of
9 \$32,571.50 (subject to 20% holdback), Diamond McCarthy fees of \$43,559.20 and costs of
10 \$9.60, and Miller Kaplan fees of \$3,555.60 and costs of \$99.30.

11
12 Order on Ninth Interim Motion (Dkt. No. 651): Receiver fees in the amount of
13 \$57,434.00 (subject to 20% holdback) and costs of \$222.18, Diamond McCarthy fees of
14 \$84,931 and costs of \$39.59, Miller Kaplan fees of \$6,720.60 and costs of \$50.00, Schinner
15 fees of \$828.00.

EXHIBIT 1

Receivership Estate of SRA Management Associates, LLC et al
2nd Quarter 2021 - Cash Receipts and Disbursements

Checking #0063

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening Balance			\$6,174.82
6/30/2021	Ending Balance			\$6,174.82

Brokerage #2849 (Brokerage with Stocks and Mutual Fund)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening Balance (Cash Sweep Only)			\$44.72
6/7/2021	Sale of Airbnb Stock (8,626 shares)	\$1,275,805.29		\$1,275,850.01
6/30/2021	Interest	\$7.69		\$1,275,857.70
6/30/2021	Ending Balance (Cash Sweep Only)			\$1,275,857.70

Brokerage #7306 (Anna Bivona funds)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening Balance			\$502,445.74
4/30/2021	Interest	\$4.13		\$502,449.87
5/28/2021	Interest	\$4.27		\$502,454.14
6/30/2021	Interest	\$4.13		\$502,458.27
6/30/2021	Ending Balance			\$502,458.27

East West #0704 (Tax Holding Account)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening Balance			\$250,000.00
4/5/2021	transfer in from ICS	\$25.00		\$250,025.00
4/5/2021	maintenance fee		\$25.00	\$250,000.00
5/5/2021	transfer in from ICS	\$25.00		\$250,025.00
5/5/2021	maintenance fee		\$25.00	\$250,000.00
6/2/2021	transfer in from ICS	\$25.00		\$250,025.00
6/2/2021	maintenance fee		\$25.00	\$250,000.00
6/14/2021	transfer from ICS (Fed Tax Pmt)	\$21,900,000.00		\$22,150,000.00
6/14/2021	Federal Estimated Tax Payment 2021		\$21,900,000.00	\$250,000.00
6/23/2021	transfer from ICS (State Tax Pmt)	\$5,900,000.00		\$6,150,000.00
6/23/2021	State Estimated Tax Payment 2021		\$5,900,000.00	\$250,000.00
6/30/2021	Ending Balance			\$250,000.00

East West #0697 (Plan Fund)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening Balance			\$250,000.00
4/5/2021	transfer in from ICS	\$25.00		\$250,025.00
4/5/2021	maintenance fee		\$25.00	\$250,000.00
5/5/2021	transfer in from ICS	\$45,972.20		\$295,972.20
5/5/2021	Receiver Phelps Fees (Check 1032)		\$45,947.20	\$250,025.00
5/5/2021	maintenance fee		\$25.00	\$250,000.00
5/11/2021	transfer in from ICS	\$85,152.77		\$335,152.77
5/11/2021	Receiver Phelps Costs (Check 1033)		\$222.18	\$334,930.59
5/11/2021	Diamond McCarthy Fees (Check 1038)		\$84,891.00	\$250,039.59
5/11/2021	Diamond McCarthy Costs (Check 1035)		\$39.59	\$250,000.00
5/13/2021	transfer in from ICS	\$7,598.60		\$257,598.60
5/13/2021	Miller Kaplan Fees (Check 1036)		\$6,720.60	\$250,878.00
5/13/2021	Miller Kaplan Costs (Check 1037)		\$50.00	\$250,828.00
5/13/2021	Schinner Shain Fees (Check 1039)		\$828.00	\$250,000.00
6/2/2021	transfer in from ICS	\$25.00		\$250,025.00
6/2/2021	maintenance fee		\$25.00	\$250,000.00
6/30/2021	Ending Balance			\$250,000.00

Receivership Estate of SRA Management Associates, LLC et al
2nd Quarter 2021 - Cash Receipts and Disbursements

East West #1264 (MongoDB Admin Reserve Account)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening Balance			\$250,000.00
4/5/2021	maintenance fee		\$25.00	\$249,975.00
5/5/2021	maintenance fee		\$25.00	\$249,950.00
6/2/2021	maintenance fee		\$25.00	\$249,925.00
6/30/2021	Ending Balance			\$249,925.00

East West #1257 (Palantir Admin Reserve Account)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening Balance			\$250,000.00
4/5/2021	transfer in from ICS	\$25.00		\$250,025.00
4/5/2021	maintenance fee		\$25.00	\$250,000.00
5/5/2021	transfer in from ICS	\$25.00		\$250,025.00
5/5/2021	maintenance fee		\$25.00	\$250,000.00
6/2/2021	transfer in from ICS	\$25.00		\$250,025.00
6/2/2021	maintenance fee		\$25.00	\$250,000.00
6/30/2021	Ending Balance			\$250,000.00

East West #1070 (ICS Cash Sweep for Tax Holding Account)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening balance			\$32,059,303.67
4/6/2021	transfer to Plan Fund checking for fee		\$25.00	\$32,059,278.67
4/30/2021	interest	\$1,316.70		\$32,060,595.37
5/6/2021	transfer to Tax Holding checking for fee		\$25.00	\$32,060,570.37
5/28/2021	interest	\$1,360.62		\$32,061,930.99
6/3/2021	transfer to Tax Holding checking for fee		\$25.00	\$32,061,905.99
6/15/2021	Transfer to checking (fed tax pmt)		\$21,900,000.00	\$10,161,905.99
6/24/2021	Transfer to checking (fed tax pmt)		\$5,900,000.00	\$4,261,905.99
3/31/2021	interest	\$780.52		\$4,262,686.51
3/31/2021	Ending balance			\$4,262,686.51

East West #1062 (ICS Cash Sweep for Plan Fund)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening Balance			\$4,265,699.11
4/6/2021	transfer to Plan Fund checking for fee		\$25.00	\$4,265,674.11
4/30/2021	interest	\$175.18		\$4,265,849.29
5/6/2021	transfer to Plan Fund checking for professional and bank fees		\$45,972.20	\$4,219,877.09
5/12/2021	transfer to Plan Fund checking for professional fees		\$85,152.77	\$4,134,724.32
5/14/2021	transfer to Plan Fund checking for professional fees		\$7,598.60	\$4,127,125.72
5/28/2021	interest	\$176.88		\$4,127,302.60
6/3/2021	transfer to Plan Fund checking for fee		\$25.00	\$4,127,277.60
6/30/2021	interest	\$169.48		\$4,127,447.08
6/30/2021	Ending Balance			\$4,127,447.08

East West #1120 (ICS Cash Sweep for Palantir Admin Reserve)

Date	Notes	Deposits	Withdrawals	Balance
4/1/2021	Opening balance			\$12,877,101.05
4/6/2021	Transfer to checking for fee		\$25.00	\$12,877,076.05
4/30/2021	interest	\$528.87		\$12,877,604.92
5/6/2021	Transfer to checking for fee		\$25.00	\$12,877,579.92
5/28/2021	interest	\$546.49		\$12,878,126.41
6/3/2021	Transfer to checking for fee		\$25.00	\$12,878,101.41

Receivership Estate of SRA Management Associates, LLC et al
2nd Quarter 2021 - Cash Receipts and Disbursements

6/30/2021 interest	\$528.79	\$12,878,630.20
6/30/2021 Ending balance		\$12,878,630.20

Cash Position of Receivership Estate of SRA Management Associates, LLC et al
As of June 30, 2021

Cash

WF Checking		\$6,174.82
WF Brokerage		\$1,275,857.70
Anna Bivona Funds		\$502,458.27
Plan Fund checking		\$250,000.00
Tax Holding checking		\$250,000.00
Palantir Admin Reserve checking		\$250,000.00
Mongo Admin Reserve checking		\$249,925.00
Plan Fund ICS		\$4,127,447.08
Tax Holding ICS		\$4,262,686.51
Palantir Admin Reserve ICS		\$12,878,630.20
	Subtotal	\$24,053,179.58

Holdbacks (incl thru 1Q 2021)

Sherwood Partners, Former Receiver		\$144,627.50
Kathy Bazoian Phelps, Receiver		\$108,070.07
	Subtotal	\$252,697.57

Accrued Fees for 2nd Qtr 2021

Kathy Bazoian Phelps, Receiver		\$19,596.00
Costs		\$55.50
Diamond McCarthy		\$4,149.60
Costs		\$178.39
Raines Feldman		\$12,090.00
Costs		\$0.00
Miller Kaplan		\$6,227.40
Costs		\$0.00
Schinner & Shain		\$0.00
		\$42,296.89

EXHIBIT 2

Receivership; Civil Court Docket No. 3:16-cv-01386-EMC

Reporting Period 4/1/2021 to 6/30/2021

FUND ACCOUNTING (See Instructions):				
		Detail	Subtotal	Grand Total
Line 1	Beginning Balance (As of 4/1/2021):			\$ 50,710,769.11
	Wells Fargo Bank Checking		6,174.82	
	Wells Fargo Brokerage (Mutual Fund and Cash Sweep)		44.72	
	Wells Fargo Bank - Anna Bivona funds		502,445.74	
	East West Bank -- Plan Fund Checking		250,000.00	
	East West Bank -- Plan Fund ICS		4,265,699.11	
	East West Bank -- Palantir Checking		250,000.00	
	East West Bank -- Palantir ICS		12,877,101.05	
	East West Bank -- MongoDB Checking		250,000.00	
	East West Bank -- Tax Holding Account Checking		250,000.00	
	East West Bank -- Tax Holding Account ICS		32,059,303.67	
	Increases In Fund Balance:			
Line 2	Business Income			
Line 3	Cash and Securities			
Line 4	Interest/Dividend Income			
	Checking			
	Brokerage Account	7.69		\$ 7.69
	Anna Bivona funds	12.53		\$ 12.53
	Plan Fund ICS Interest	521.54		\$ 521.54
	Tax Holding Account ICS Interest	3457.84		\$ 3,457.84
	Palantir Reserve ICS Interest	1604.15		\$ 1,604.15
Line 5	Business Asset Liquidation			
	Publicly Traded Stock sales proceeds	1,278,968.39		\$ 1,278,968.39
Line 6	Personal Asset Liquidation			
Line 7	Third-Party Litigation Income			\$ -
Line 8	Miscellaneous - Other (transfer from Mutual Fund)			
	Total Funds Available (Lines 1-8):			\$ 51,995,341.25
	Decreases In Fund Balance:			\$ 27,942,161.67
Line 9	Disbursements to Investors		0.00	\$ 3,463.10
	Wire Fee		0.00	
	Bank Fees		300.00	
	Commission on sale of stock		3,163.10	
Line 10	Disbursements for Receivership Operations			
Line 10a	Disbursements to Receiver or Other Professionals		138,698.57	
Line 10b	Business Asset Expenses			
Line 10c	Personal Asset Expenses			
Line 10d	Investment Expenses			
Line 10e	Third-Party Litigation Expenses			
	1. Attorney Fees			
	2. Litigation Expenses			
	Total Third-Party Litigation Expenses			
Line 10f	Tax Administrator Fees and Bonds			
Line 10g	Federal and State Tax Payments		27,800,000.00	
	Other (Transfer from Mutual Fund to Checking)			
	Total Disbursements for Receivership Operations			\$ 27,938,698.57
Line 11	Disbursements for Distribution Expenses Paid by the Fund:			N/A
Line 11a	Distribution Plan Development Expenses:			
	1. Fees:			
	Fund Administration.....			
	Independent Distribution Consultation (IDC).....			
	Distribution Agent.....			
	Consultants.....			

Receivership; Civil Court Docket No. 3:16-cv-01386-EMC

Reporting Period 4/1/2021 to 6/30/2021

	Legal Advisors.....			
	Tax Advisors.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	Total Plan Development Expenses			
Line 11b	<i>Distribution Plan Implementation Expenses:</i>			
	1. Fees			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisors.....			
	Tax Advisors.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan			
	Claimant Identification			
	Claims Processing			
	Web Site Maintenance/Call Center			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. Federal Account for Investor Restitution			
	(FAIR) Reporting Expenses			
	Total Plan Implementation Expenses			
	Total Disbursements for Distribution Expenses Paid by the Fund			
Line 12	Disbursements to Court/Other:			
Line 12a	Investment Expenses/Court Registry Investment			
	System (CRIS) Fees			
Line 12b	Federal Tax Payments			
	Total Disbursements to Court/Other			
	Total Funds Disbursed (Lines 9-11)			\$ 27,942,161.67
Line 13	Ending Balance (As of 3/31/2021)			\$ 24,053,179.58
Line 14	Ending Balance of Fund - Not Assets:			
Line 14a	Cash & Cash Equivalents			
	Checking	6,174.82		\$ 6,174.82
	Brokerage Cash Sweep	1,275,857.70		\$ 1,275,857.70
	Anna Bivona funds	502,458.27		\$ 502,458.27
	Plan Fund	250,000.00		\$ 250,000.00
	Plan Fund ICS account	4,127,447.08		\$ 4,127,447.08
	Tax Holding Account	250,000.00		\$ 250,000.00
	Tax Holding Account ICS account	4,262,686.51		\$ 4,262,686.51
	Palantir Administrative Reserve account	250,000.00		\$ 250,000.00
	Palantir Administrative Reserve ICS account	12,878,630.20		\$ 12,878,630.20
	MongoDB Administrative Reserve account	249,925.00		\$ 249,925.00
Line 14b	Investments			
Line 14c	Other Assets or Uncleared Funds			
	Total Ending Balance of Fund - Not Assets			\$ 24,053,179.58

OTHER SUPPLEMENTAL INFORMATION:

		Detail	Subtotal	Grand Total
Line 15	Report of Items NOT To Be Paid by the Fund:			
Line 15a	Disbursements for Plan Administration Expenses Not Paid by the Fund:			N/A
	Plan Development Expenses Not Paid by the Fund:			
	1. Fees			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			

Receivership; Civil Court Docket No. 3:16-cv-01386-EMC

Reporting Period 4/1/2021 to 6/30/2021

	Legal Advisors.....			
	Tax Advisors.....			
	2. Administrative Expenses			
	3. Miscellaneous			
	<i>Total Plan Development Expenses Not Paid by the Fund</i>			
Line 15b	<i>Plan Implementation Expenses Not Paid by the Fund:</i>			
	1. Fees:			
	Fund Administrator.....			
	IDC.....			
	Distribution Agent.....			
	Consultants.....			
	Legal Advisors.....			
	Tax Advisors.....			
	2. Administrative Expenses			
	3. Investor Identification:			
	Notice/Publishing Approved Plan.....			
	Claimant Identification.....			
	Claims Processing.....			
	Web Site Maintenance/Call Center.....			
	4. Fund Administrator Bond			
	5. Miscellaneous			
	6. FAIR Reporting Expenses			
	<i>Total Plan Implementation Expenses Not Paid by the Fund</i>			
Line 15c	<i>Tax Administrator Fees & Bonds Not Paid by the Fund</i>			
	Total Disbursements for Plan Administration Expenses Not Paid by the Fund			
Line 16	Disbursements to Court/Other Not Paid by the Fund:			N/A
Line 16a	<i>Investment Expenses/CRIS Fees</i>			
Line 16b	<i>Federal Tax Payments</i>			
	Total Disbursements to Court/Other Not Paid by the Fund:			
Line 17	DC & State Tax Payments			
Line 18	No. of Claims:			
Line 18a	<i># of Claims Received This Reporting Period.....</i>			
Line 18b	<i># of Claimants Since Inception of Fund.....</i>			
Line 19	No. of Claimants/Investors:			
Line 19a	<i># of Claimants/Investors Paid This Reporting Period.....</i>			
Line 19b	<i># of Claimants/Investors Paid Since Inception of Fund.....</i>			
	Receiver:			
	By: /s/ Kathy Bazoian Phelps			
	(signature)			

	Kathy Bazoian Phelps			

	Receiver			
	Date: 07, __, 21			

EXHIBIT 3A

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Page 1

Draft for Work-In-Process Through 4/30/2021

Matter ID: 2598-00011

Draft Seq #

1

Billing Attorney: 48 - Phelps, Kathy B.

Bill Format: 9010

Kathy Bazoian Phelps, Receiver

Billing Cycle: M

Diamond McCarthy LLP

1999 Avenue of the Stars, 11th Floor

Los Angeles, CA 90067

Re: SEC v. Saddle River Advisors, LLC**Alternate Billing Rules**

Imaging:

Print images based on rules

Billing & Payment Recap

Total Billed Fees:	110,805.30	Combined Adv. Deposit Bal.:	0.00
Total Billed Costs:	3,930.99	Fee Adv. Deposit Bal.:	0.00
Total Billed Interest:	0.00	Cost Adv. Deposit Bal.:	0.00
Total Billed Retainer:	0.00	Trust Funds 1:	0.00
Total Collected:	79,526.95	Trust Funds 2:	0.00
Last Bill:	04/08/21 6,715.00	Trust Funds 3:	0.00
Last Payment:	11/20/20 7,514.00	Trust Funds 4:	0.00
Last Write-Off:			

WIP & A/R Aging

As of 4/30/2021	Total	Fees	Cost	Interest	Retainer	Aging			
						0-30	31-60	61-90	91+
WIP	2,932.50	2,932.50	0.00	0.00	0.00	2,932.50	0.00	0.00	0.00
A/R	35,209.34	35,209.34	0.00	0.00	0.00	0.00	0.00	6,715.00	28,494.34
Totals	38,141.84	38,141.84	0.00	0.00	0.00	2,932.50	0.00	6,715.00	28,494.34

Fee Recap - Actual Hourly Rate

Timekeeper	Hours	Rate	Amount	On Hold			To Bill		
				Hours	Rate	Amount	Hours	Rate	Amount
KBP	6.90	425.00	2,932.50				6.90	425.00	2,932.50
Total WIP Fees	6.90		2,932.50				6.90		2,932.50
Total WIP			2,932.50			0.00			2,932.50

Billing Instructions

Bill Fees: _____ Write off Fees: _____ Bill Costs: _____ Write off Costs: _____
 Do Not Bill: _____ Apply Advance Deposit: All _____ or Other Amount _____ Send Statement Only: _____

Fee Detail

Fee ID	Date	Atty	Description	Task:Act	Hold	Hours	Rate	Amount
772705	04/01/21	KBP	Set up EFTPS account for IRS estimated taxes			0.40	425.00	170.00
772717	04/01/21	KBP	review and download Wells Fargo brokerage and checking statements			0.40	425.00	170.00
772722	04/02/21	KBP	Download and review Wells Fargo statement			0.30	425.00	127.50
772726	04/05/21	KBP	Review and respond to email re Cilano			0.10	425.00	42.50

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Draft for Work-In-Process Through 4/30/2021

Matter ID: 2598-00011

Draft Seq #

1

Fee ID	Date	Atty	Description	Task:Act Hold	Hours	Rate	Amount
			claim				
772734	04/06/21	KBP	Review and respond to email from D. Risley re audit confirmation for investor		0.20	425.00	85.00
772735	04/06/21	KBP	Communicate with accountant re estimated taxes		0.20	425.00	85.00
772741	04/07/21	KBP	Review revised tax return, communicate with accountants		0.40	425.00	170.00
772744	04/07/21	KBP	Review emails re tax analysis for estimated taxes, email from accountants		0.30	425.00	127.50
772748	04/07/21	KBP	Review draft tax return for 2020		0.40	425.00	170.00
772749	04/07/21	KBP	Review and respond to emails re estate bank statements, records for returns		0.20	425.00	85.00
772759	04/08/21	KBP	Review and respond to email from accountants re filing tax return, change of address		0.20	425.00	85.00
772765	04/08/21	KBP	Draft Status report for first quarter, review and verify cash disbursement schedule		1.20	425.00	510.00
772766	04/08/21	KBP	Communication with counsel re status of cash disbursements, accounting		0.30	425.00	127.50
772781	04/10/21	KBP	Finalize status report and communicate with SEC re report		0.20	425.00	85.00
772792	04/12/21	KBP	Review Status Report for first quarter		0.30	425.00	127.50
772793	04/13/21	KBP	Review and execute federal and state tax returns 2020		0.70	425.00	297.50
772818	04/15/21	KBP	Tel conf with P. Schrage re status report, fee application, disposition of stock		0.30	425.00	127.50
772834	04/16/21	KBP	Download and review Wells Fargo brokerage account information		0.30	425.00	127.50
772835	04/16/21	KBP	Communications with Wells Fargo re set up for receipt of Anne Bivona funds		0.20	425.00	85.00
772836	04/16/21	KBP	Review and respond to email from SEC re transfer of funds to Anne Bivona account		0.10	425.00	42.50
772850	04/20/21	KBP	Call with SEC and finalized status report for filing		0.20	425.00	85.00
Total Fees					6.90		2,932.50

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Page 1

Draft for Work-In-Process Through 4/30/2021

Matter ID: 2598-00016

Draft Seq #

1

Billing Attorney: 48 - Phelps, Kathy B.

Bill Format: 9010

Kathy Bazoian Phelps, Receiver

Billing Cycle: M

Diamond McCarthy LLP

1999 Avenue of the Stars, 11th Floor

Los Angeles, CA 90067

Re: Plan Implementation**Alternate Billing Rules**

Imaging:

Print images based on rules

Billing & Payment Recap

Total Billed Fees:	251,825.90	Combined Adv. Deposit Bal.:	0.00
Total Billed Costs:	0.00	Fee Adv. Deposit Bal.:	0.00
Total Billed Interest:	0.00	Cost Adv. Deposit Bal.:	0.00
Total Billed Retainer:	0.00	Trust Funds 1:	0.00
Total Collected:	151,068.47	Trust Funds 2:	0.00
Last Bill:	04/08/21 40,757.50	Trust Funds 3:	0.00
Last Payment:	11/20/20 45,628.00	Trust Funds 4:	0.00
Last Write-Off:			

WIP & A/R Aging

						Aging			
As of 4/30/2021	Total	Fees	Cost	Interest	Retainer	0-30	31-60	61-90	91+
WIP	1,487.50	1,487.50	0.00	0.00	0.00	1,487.50	0.00	0.00	0.00
A/R	100,757.43	100,757.43	0.00	0.00	0.00	0.00	0.00	40,757.50	59,999.93
Totals	102,244.9	102,244.9	0.00	0.00	0.00	1,487.50	0.00	40,757.50	59,999.93

Fee Recap - Actual Hourly Rate

				On Hold			To Bill		
Timekeeper	Hours	Rate	Amount	Hours	Rate	Amount	Hours	Rate	Amount
KBP	3.50	425.00	1,487.50				3.50	425.00	1,487.50
Total WIP Fees	3.50		1,487.50				3.50		1,487.50
Total WIP			1,487.50			0.00			1,487.50

Billing Instructions

Bill Fees: _____ Write off Fees: _____ Bill Costs: _____ Write off Costs: _____
 Do Not Bill: _____ Apply Advance Deposit: All _____ or Other Amount _____ Send Statement Only: _____

Fee Detail

Fee ID	Date	Atty	Description	Task:Act	Hold	Hours	Rate	Amount
772707	04/01/21	KBP	Review correspondence from ZocDo re no buy back program			0.10	425.00	42.50
772708	04/01/21	KBP	Prepare memo re calculation of estimated tax payments to be paid for first quarter			0.20	425.00	85.00
772711	04/01/21	KBP	Review emails re remaining few Palantir distributions			0.20	425.00	85.00
772729	04/06/21	KBP	Review and respond to email from investor			0.20	425.00	85.00

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Draft for Work-In-Process Through 4/30/2021

Matter ID: 2598-00016

Draft Seq #

1

Fee ID	Date	Atty	Description	Task:Act Hold	Hours	Rate	Amount
			re plan, Palantir distribution				
772740	04/07/21	KBP	Tel conf with D. Castleman re worksheet for accountants re estimated taxes from Palantir distribution, review email re summary of distribution		0.30	425.00	127.50
772756	04/08/21	KBP	Review and monitor emails re remaining Palantir distributions		0.30	425.00	127.50
772762	04/08/21	KBP	Draft memo re evaluation of Cilano's asserted claim based on information re investors		0.30	425.00	127.50
772770	04/09/21	KBP	Tel conf with C. Pope re Addepar, other pre-IPO shares		0.30	425.00	127.50
772772	04/09/21	KBP	Review information on Addepar, valuation and current status		0.20	425.00	85.00
772775	04/09/21	KBP	Review investor emails re Addepar, communicate with counsel		0.20	425.00	85.00
772777	04/09/21	KBP	Review and respond to emails re Addepar, possible liquidation and IPO		0.20	425.00	85.00
772806	04/15/21	KBP	Review email inquiries re plan, response		0.20	425.00	85.00
772813	04/15/21	KBP	Review and respond to email from A. Israeli re payment to unsecured creditors, Plan Fund		0.20	425.00	85.00
772844	04/19/21	KBP	Review emails re remaining Palantir distribution		0.30	425.00	127.50
772845	04/19/21	KBP	Review analysis of tax amount from Palantir distribution		0.10	425.00	42.50
772846	04/19/21	KBP	Review emails from SEC and Wells Fargo re transfer of funds to Anne Bivona account		0.10	425.00	42.50
772883	04/22/21	KBP	Review emails re Palantir transfers		0.10	425.00	42.50
Total Fees					3.50		1,487.50

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Page 1

Draft for Work-In-Process Through 4/30/2021

Matter ID: 2598-00012

Draft Seq #

1

Billing Attorney: 48 - Phelps, Kathy B.

Bill Format: 9010

Kathy Bazoian Phelps, Receiver

Billing Cycle: M

Diamond McCarthy LLP

1999 Avenue of the Stars, 11th Floor

Los Angeles, CA 90067

Re: Receiver Administrative Services**Billing Comments****Internal Comments**

All timekeepers at \$130 for Mtr 12 only

Alternate Billing Rules

Imaging:

Print images based on rules

Billing & Payment Recap

Total Billed Fees:	34,435.50	Combined Adv. Deposit Bal.:	0.00
Total Billed Costs:	0.00	Fee Adv. Deposit Bal.:	0.00
Total Billed Interest:	0.00	Cost Adv. Deposit Bal.:	0.00
Total Billed Retainer:	0.00	Trust Funds 1:	0.00
Total Collected:	22,176.80	Trust Funds 2:	0.00
Last Bill: 04/08/21	5,499.00	Trust Funds 3:	0.00
Last Payment: 11/20/20	6,125.60	Trust Funds 4:	0.00
Last Write-Off:			

WIP & A/R Aging

						Aging			
As of 4/30/2021	Total	Fees	Cost	Interest	Retainer	0-30	31-60	61-90	91+
WIP	130.00	130.00	0.00	0.00	0.00	130.00	0.00	0.00	0.00
A/R	12,258.70	12,258.70	0.00	0.00	0.00	0.00	0.00	5,499.00	6,759.70
Totals	12,388.70	12,388.70	0.00	0.00	0.00	130.00	0.00	5,499.00	6,759.70

Fee Recap - Actual Hourly Rate

				On Hold			To Bill		
Timekeeper	Hours	Rate	Amount	Hours	Rate	Amount	Hours	Rate	Amount
KBP	0.20	130.00	26.00				0.20	130.00	26.00
HDN	0.80	130.00	104.00				0.80	130.00	104.00
Total WIP Fees	1.00		130.00				1.00		130.00
Total WIP			130.00			0.00			130.00

Billing Instructions

Bill Fees: _____ Write off Fees: _____ Bill Costs: _____ Write off Costs: _____
 Do Not Bill: _____ Apply Advance Deposit: All _____ or Other Amount _____ Send Statement Only: _____

Fee Detail

Fee ID	Date	Atty	Description	Task:Act	Hold	Hours	Rate	Amount
772855	04/20/21	KBP	Manage website content, post new filings			0.20	130.00	26.00
773456	04/20/21	HDN	Review KBP request to upload 6 documents to the SRA filings page; add 1			0.80	130.00	104.00

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Diamond McCarthy LLP

Page 2

Draft for Work-In-Process Through 4/30/2021

Matter ID: 2598-00012

Draft Seq #

1

Fee ID	Date	Atty	Description	Task:Act	Hold	Hours	Rate	Amount
			status report under the Status Report section; download and save all documents to database; upload to webpage and create links. Check live site for functionality and errors; correspondence to KBP regarding updates.					
Total Fees						1.00		130.00

EXHIBIT 3B



RAINESFELDMAN

1800 Avenue of the Stars, 12th Floor
Los Angeles, CA 90067

Federal Tax ID: 20-4515337

Invoice Date: 7/14/2021
Invoice Number: 0Kathy Bazoian Phelps - SRA Management Assoc LLC
1800 Avenue of the Stars
12th Floor
Los Angeles, CA 90067**4665-002 / SRA Management Receiver (Receiver file)**

Professional Services				Hours	Rate	Amount
4/26/2021	B110	KBP	Review and respond to email from Sherwood regarding holdbacks.	0.1	465	46.5
4/26/2021	B110	KBP	Review and execute forms for East West Bank.	0.2	465	93
4/26/2021	B110	KBP	Review email from P. Schrage regarding employment app.	0.4	465	186
4/27/2021	B110	KBP	Review and forward motion to A. Israeli for approval.	0.2	465	93
4/29/2021	B110	BC	E-file Supplemental Declaration of K. Phelps in support of Motion to Employ Raines Feldman.	0.1	160	16
5/2/2021	B110	KBP	Download, review and save Wells Fargo statements for April.	0.4	465	186
5/3/2021	B110	KBP	Review updates to receiver website, notices to investors.	0.2	465	93
5/9/2021	B110	KBP	Download, review April bank statements .	0.4	465	186
5/13/2021	B110	KBP	Emails regarding access to bank statements for East West Bank.	0.2	465	93
5/27/2021	B110	KBP	Download and review amended 1099, draft memo to accountants.	0.3	465	139.5
5/27/2021	B110	KBP	Review emails from accountant and Wells Fargo regarding amended 1099, cost basis.	0.2	465	93
6/1/2021	B110	KBP	Communications with accountants re payments of estimated taxes.	0.2	465	93
6/2/2021	B110	KBP	Download and review May bank statements.	0.5	465	232.5
6/2/2021	B110	KBP	Review memo regarding payment of estimated taxes.	0.1	465	46.5
6/2/2021	B110	KBP	Review analysis of tax payments to be made.	0.5	465	232.5
6/2/2021	B110	KBP	Review memo regarding call with Wells Fargo regarding cost basis , meeting with counsel.	0.3	465	139.5
6/3/2021	B110	KBP	Review and respond to email from J. Corbin regarding bank statements, information requested by accountants.	0.2	465	93

6/3/2021	B110	KBP	Review and respond to counsel request for information regarding Fortuna.	0.3	465	139.5
6/3/2021	B110	KBP	Review email from J. Damasco regarding payment of estimated taxes.	0.1	465	46.5
6/4/2021	B110	KBP	Review investor email regarding cost basis question.	0.1	465	46.5
6/8/2021	B110	KBP	Review emails regarding Palantir distribution to prepare for estimated payments.	0.2	465	93
6/10/2021	B110	KBP	Review emails with counsel and accountants regarding estimated tax payments .	0.3	465	139.5
6/11/2021	B110	KBP	Review multiple emails with counsel and accountants re estimated tax payments.	0.5	465	232.5
6/11/2021	B110	KBP	Draft emails to J. Damasco and J. Peevy regarding payment of taxes.	0.2	465	93
6/11/2021	B110	KBP	Call with accountants, online payment for IRS, trip to East West Bank for FTB payment of 2021 estimated taxes.	2.4	465	1,116.00
6/13/2021	B110	KBP	Review and respond to J. Peevey regarding Tax Holding account payments.	0.1	465	46.5
6/14/2021	B110	KBP	Delivery of FTB check regarding estimated taxes.	0.8	465	372
6/18/2021	B110	KBP	Work with East West Bank regarding access to ICS statements .	0.8	465	372
6/18/2021	B110	KBP	Tel confwith East West bank regarding ICS account, confirmation of payment to IRS	0.5	465	232.5
6/21/2021	B110	KBP	Review and respond to email inquiry regarding QSF tax return consequences.	0.2	465	93
6/22/2021	B110	KBP	Review email from accountant regarding QSF, tax basis.	0.1	465	46.5
6/24/2021	B110	KBP	Review communications regarding tax election issue, draft response.	0.3	465	139.5
6/24/2021	B110	KBP	Multiple emails regarding QSF tax election, response to investor.	0.3	465	139.5
6/24/2021	B110	KBP	Tel confwith accountants regarding QSF, and tax questions by investor re grantor trust election , other tax issues.	0.8	465	372
6/24/2021	B110	KBP	Review and respond to proposed language to investor on QSF issue.	0.2	465	93
6/28/2021	B110	KBP	Review and respond to email from investor regarding tax question, particulars of investment.	0.3	465	139.5
				B110		6014.5
4/23/2021	B160	KBP	Prepare motion to employ firm.	1	465	465
4/24/2021	B160	BC	Revise Motion to Employ Raines Feldman and supporting pleadings and exhibits.	0.8	160	128
4/26/2021	B160	BC	Revise and finalize Motion to Employ Raines Feldman and supporting pleadings and exhibits.	0.6	160	96
4/27/2021	B160	BC	Finalize Motion to Employ Raines Feldman.	0.2	160	32

					B160	721
4/26/2021	B320	KBP	Review and monitor emails with investors re inquiry regarding distributions .	0.2	465	93
4/28/2021	B320	KBP	Review and respond to investor inquiries.	0.2	465	93
4/28/2021	B320	KBP	Review correspondence from interested party, meeting with counsel regarding response regarding outstanding claims .	0.2	465	93
4/28/2021	B320	KBP	Review and respond to investor inquiry regarding tax consequences.	0.2	465	93
4/28/2021	B320	KBP	Review and respond to investor inquiry regarding IRA, tax consequences.	0.2	465	93
4/29/2021	B320	KBP	Review communications with investor regarding Bloom shares.	0.1	465	46.5
4/29/2021	B320	KBP	Review investor email.	0.2	465	93
4/29/2021	B320	KBP	Review and respond to J. Syron regarding distribution, dispute with counsel .	0.1	465	46.5
5/3/2021	B320	KBP	Review and forward email regarding Palantir investor.	0.1	465	46.5
5/4/2021	B320	KBP	Review and respond to emails from investors regarding distributions.	0.3	465	139.5
5/6/2021	B320	KBP	Review and respond to email from M. Labouisse regarding Airbnb shares.	0.2	465	93
5/6/2021	B320	KBP	Review email from investor, research files, send requested documentation regarding Palantir investment.	0.3	465	139.5
5/11/2021	B320	KBP	Telephone conference re transfer of Airbnb shares, transfer from Fidelity.	0.3	465	139.5
5/11/2021	B320	KBP	Review communications with financial institutions regarding transfer of shares .	0.2	465	93
5/14/2021	B320	KBP	Review communications regarding Palantir distribution.	0.1	465	46.5
5/14/2021	B320	KBP	Review and respond to email from Monroe L. Regarding transfer of Airbnb shares, communication with counsel regarding number of shares.	0.5	465	232.5
5/19/2021	B320	KBP	Review and respond to email re transfer of Airbnb shares.	0.2	465	93
5/19/2021	B320	KBP	Communications with forward contract party regarding transfer of Airbnb.	0.2	465	93
5/19/2021	B320	KBP	Draft memo regarding motion to distribute Airbnb.	0.2	465	93
5/20/2021	B320	KBP	Review and monitor communications regarding Airbnb distributions.	0.3	465	139.5
5/21/2021	B320	KBP	Review draft motion regarding Airbnb shares, prepare comments.	0.9	465	418.5
5/23/2021	B320	KBP	Review and comment on motion to sell and distribute Airbnb shares.	1.2	465	558

5/23/2021	B320	KBP	Draft email to accountants regarding tax issues regarding Airbnb.	0.2	465	93
5/24/2021	B320	KBP	Draft memo to counsel regarding estimated tax payment calculation.	0.1	465	46.5
5/24/2021	B320	KBP	Review memo from counsel regarding Airbnb motion, tax calculation.	0.1	465	46.5
5/24/2021	B320	KBP	Review and send emails regarding arrival of Airbnb shares, restrictions.	0.2	465	93
5/25/2021	B320	KBP	Review email from Wells Fargo regarding sale of Airbnb shares.	0.1	465	46.5
5/25/2021	B320	KBP	Communications with IAC and others regarding motion to sell Airbnb shares.	0.2	465	93
5/25/2021	B320	KBP	Review email regarding instructions regarding distribution forms for Airbnb.	0.2	465	93
5/25/2021	B320	KBP	Review responses from A. Israeli and IAC regarding Airbnb motion.	0.1	465	46.5
5/27/2021	B320	KBP	Communication with SEC and counsel regarding Airbnb motion.	0.2	465	93
5/27/2021	B320	KBP	Review and approve motion regarding Airbnb, review emails to investors regarding distribution.	0.4	465	186
5/28/2021	B320	KBP	Review and respond to email regarding tax basis question regarding Palantir.	0.2	465	93
5/28/2021	B320	KBP	Review communications with investors regarding Airbnb, cost basis question .	0.2	465	93
6/1/2021	B320	KBP	Review Bloom investor email regarding transfer of shares.	0.1	465	46.5
6/7/2021	B320	KBP	Call with counsel, Wells Fargo, review and execute forms for Airbnb distribution.	1	465	465
6/7/2021	B320	KBP	Review email regarding Airbnb stock sale.	0.1	465	46.5
6/7/2021	B320	KBP	Telephone conference with D. Castleman, re-sign letters regarding distribution of Airbnb	0.4	465	186
6/7/2021	B320	KBP	Review email from Wells Fargo regarding distribution of Airbnb shares.	0.1	465	46.5
6/8/2021	B320	KBP	Review emails regarding distributions of Airbnb.	0.2	465	93
6/16/2021	B320	KBP	Review information from C. Pope regarding Addepar status.	0.2	465	93
6/16/2021	B320	KBP	Review and respond to email from C. Klein regarding status of case, pre-IPO shares.	0.2	465	93
6/16/2021	B320	KBP	Communications regarding pre- IPO shares, amounts.	0.3	465	139.5
6/22/2021	B320	KBP	Telephone confwith D. Castleman regarding pre-IPO shares and stock reserves .	0.2	465	93
6/22/2021	B320	KBP	Telephone conference with C. Klein regarding sale ofpre-IPO shares.	0.5	465	232.5

6/24/2021	B320	KBP	Telephone conference with D. Castleman regarding motion regarding administrative stock reserve, tax issues .	0.4	465	186
6/26/2021	B320	KBP	Research regarding sale of pre-IPO shares, set up account at EquityZen.	1.9	465	883.5
6/29/2021	B320	KBP	Prepare analysis of pre-IPO shares, confirm amounts and documentation.	1	465	465
6/29/2021	B320	KBP	Evaluate plan regarding stock and cash reserves, review distributions, research regarding tax procedure .	1.3	465	604.5
6/30/2021	B320	KBP	Review and comment on motion re administrative stock reserves.	1.2	465	558
				B320		8230.5
4/28/2021	E124	KBP	Review and revise webpages for website.	0.3	160	48
4/29/2021	E124	KBP	Website Management.	0.2	160	32
				E124		80

Sub-total Fees: \$15,046.00

Rate Summary

Kathy B. Phelps	31.60 hours at \$465.00/hr	\$14,694.00
Bambi Clark	1.70 hours at \$160.00/hr	\$272.00
Kathy B. Phelps	0.50 hours at \$160.00/hr	\$80.00
Total hours:	<u>33.80</u>	<u>\$15,046.00</u>

Expenses

Amount

05/15/2021 First Legal Network LLC: PDF courtesy delivery on 4/28/2021 - USDC San Francisco (Order# 4658121); Inv. # 10399981	26.25
05/15/2021 First Legal Network LLC: PDF courtesy delivery on 4/28/2021 - USDC San Francisco (Order# 4658092); Inv. # 10399981	29.25

Sub-total Expenses: \$55.50

Total Current Billing: \$15,101.50

Total Now Due: \$15,101.50